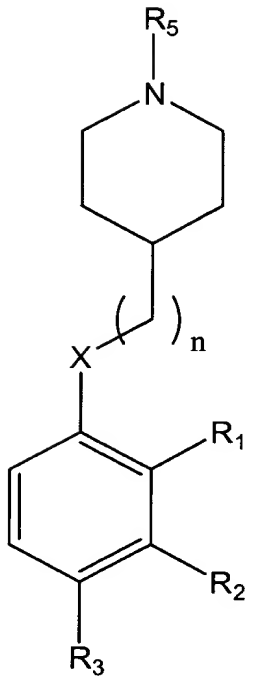

wherein X is O;

n is an integer from 0 to 3;

R_5 is C $_{1-10}$ alkyl, C $_{3-8}$ alkenyl, C $_{3-8}$ cycloalkyl, (C $_{3-8}$ cycloalkyl) C $_{1-6}$ alkyl, (phenyl)C $_{1-6}$ alkyl, (phenyl)C $_{3-8}$ alkenyl, or (C $_{1-8}$ alkylcarbonyl)C $_{1-8}$ alkyl;

one of R_1, R_2, and R_3 is W, wherein one of the remaining two is selected from H and halogen, and the third being hydrogen;

~~R_6 is independently selected from hydrogen, C_{1-8} alkyl, C_{1-6} alkoxy, C_{2-8} alkenyl, C_{3-7} cycloalkyl, $(C_{3-7}$ cycloalkyl)C_{1-6} alkylene, C_{2-15} heterocyclyl, and $(C_{2-7}$ heterocyclyl)C_{1-6} alkylene;~~

~~R_7 is H, hydroxyl, halo, C_{2-6} alkoxy or absent where the carbon linking L_6 and L_7 (or bonded to R_6) participates in a double bond;~~

~~each of R_8 and R_9 is independently selected from hydrogen, C_{1-6} alkoxy, C $_{1-8}$ alkyl, C $_{3-8}$ alkenyl, C $_{3-7}$ cycloalkyl, $(C_{3-7}$ cycloalkyl)C_{1-6} alkylene, C_{2-15}~~

~~heterocyclyl, phenyl, (C_{2-15} heterocyclyl)C_{1-6} alkylene, and (phenyl) C_{1-6} alkylene;~~

~~R_{10} is H, C_{1-8} alkyl, C_{3-8} alkenyl, C_{3-7} cycloalkyl, (C_{3-7} cycloalkyl)C_{1-6} alkylene, (C_{2-15} heterocyclyl)C_{1-6} alkylene, or (phenyl) C_{1-6} alkylene;~~

W is piperazinyl or morpholinyl;

wherein each of the above alkyl, alkylene, alkenyl, alkenylene, alkynyl, alkynylene, heterocyclyl, cycloalkyl, and aryl groups may each be independently and optionally substituted with between 1 and 3 substituents selected from halo, amino, nitro, hydroxyl, and C_{1-3} alkyl;

or a pharmaceutically acceptable salt, ester, or amide thereof.

2. (original) A compound of claim 1, wherein R_5 is C_{1-5} alkyl, C_{3-4} alkenyl, C_{3-6} cycloalkyl, (C_{3-6} cycloalkyl) C_1alkylene, (phenyl)C_{1-3} alkylene, or (phenyl)C_{3-4} alkenylene.

3. (original) A compound of claim 2, wherein R_5 is branched C_{3-5} alkyl, C_{3-6} cycloalkyl, and (C_{3-6} cycloalkyl)C_1 alkylene.

4. (previously amended) A compound of claim 1, wherein one of R_2 and R_3 is W.

5. (previously amended) A compound of claim 4, wherein R_2 is W.

6. (previously amended) A compound of claim 4, wherein R_3 is W.

15. (previously amended) A compound of claim 1, wherein W is a substituted or unsubstituted N-morpholinyl.

20. (original) A compound of claim 18, wherein R_5 is C_{1-5} alkyl, C_{3-4} alkenyl, C_{3-6} cycloalkyl, (C_{3-6} cycloalkyl) C_1alkylene, (phenyl)C_{1-3} alkylene, or (phenyl)C_{3-4} alkenylene.

21. (original) A compound of claim 1, wherein n is 0 or 1.

22. (original) A compound of claim 21, wherein n is 0.

33. (previously amended) A compound of claim 1, wherein R_5 is C_{1-5} alkyl, C_{3-4} alkenyl, C_{3-6} cycloalkyl, (C_{3-6} cycloalkyl) C_1alkylene, (phenyl)C 1-3 alkylene, or (phenyl)C 3-4 alkenylene.

36. (original) A compound of claim 1, wherein one of R_2 and R_3 is W.

37. (original) A compound of claim 21, wherein R_5 is branched C_{3-5} alkyl.

38. (original) A compound of claim 21, wherein R_5 is isopropyl or cyclopentyl.

43. (original) A compound of claim 1, selected from 1-Isopropyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-phenyl]-piperazine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-phenyl]-piperazine, and 1-[4-(1-Isopropyl-piperidin-4-yloxy)-phenyl]-piperazine.

44. (previously amended) A compound of claim 1, selected from 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-methyl-piperazine, 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-phenyl-piperazine, 1-Benzyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-benzyl]-piperazine, 4-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Cyclohexyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Isobutyl-piperidin-4-yloxy)-

benzyl]-morpholine, and 4-[4-(1-Propyl-piperidin-4-yloxy)-benzyl]-morpholine.

45. (previously amended) A compound of claim 1, selected from 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-methyl-piperazine, 4-[4-(1-Cyclopentyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-phenyl-piperazine, 1-Benzyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-benzyl]-piperazine, 4-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Cyclohexyl-piperidin-4-yloxy)-benzyl]-morpholine, and 4-[4-(1-Isobutyl-piperidin-4-yloxy)-benzyl]-morpholine.

48. (original) A pharmaceutical composition, comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

49. (previously amended) A method of inhibiting histamine H_3 receptor activity in a subject, comprising administering an effective amount of a compound of claim 1, 21, or 45 to a subject in need of such inhibition of histamine H_3 receptor activity.

50. (currently deleted)

51. (currently amended) A method of ~~claim 50, wherein said~~treating a subject having a disease or condition ~~is~~ selected from the group consisting of sleep/wake disorders, arousal/vigilance disorders, migraine, asthma, dementia, mild cognitive impairment, Alzheimer's disease, epilepsy, narcolepsy, eating disorders, motion sickness, vertigo, attention deficit hyperactivity disorders, learning disorders, memory retention disorders, schizophrenia, nasal congestion, allergic rhinitis, and upper airway allergic response, comprising administering to the subject a therapeutically effective amount of a compound of claim 1, 21, or 45.

56. (previously amended) A method for treating one or more disorders or conditions selected from the group consisting of sleep/wake disorders, narcolepsy, and arousal/vigilance disorders, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.

57. (previously amended) A method for treating attention deficit hyperactivity disorders (ADHD), comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.

58. (previously amended) A method for treating one or more disorders or conditions selected from the group consisting of dementia, mild cognitive impairment (pre-dementia), cognitive dysfunction, schizophrenia, depression, manic disorders, bipolar disorders, and learning and memory disorders, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.

59. (currently amended) A method for treating ~~or preventing~~ upper airway allergic response, nasal congestion, or allergic rhinitis, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.